

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION of OIL, GAS and MINING  
1594 West North Temple, Suite 1210  
Box 145801  
Salt Lake City, Utah 84114-5801  
(801) 538-5291

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APPLICATION FOR TRANSFER  
OF  
NOTICE OF INTENTION TO COMMENCE SMALL MINING OPERATIONS

Application is hereby made to transfer the permit to commence small mining operations for the Ashley Creek Properties LLC mine, permit # S/047 /0105, currently operated by Ashley Creek Properties LLC (transferor) to Utah Phosphate Company (transferee).

As used herein, TRANSFEROR refers to the current operator; TRANSFEE refers to the proposed new operator; NOI refers to the Notice of Intention to Commence Large Mining Operations; PERMIT refers to the approved (or accepted) NOI, including the reclamation contract and reclamation surety.

Upon approval of the Application for Transfer:

1. The Transferor agrees to transfer all rights and obligations to operate under the terms of the NOI to the Transferee, The Transferor will not retain any rights to conduct mining operations within the area covered by the approved NOI.
2. Both parties understand the transfer of the ***NOI is not complete until all the applicable requirements are met***, including the submittal and Division approval of an appropriate reclamation surety and a reclamation contract.
3. The transferee has read and has a copy of the current NOI.
4. The Transferee has inspected the site and is fully aware of all existing conditions and responsible for compliance with the conditions of the permit and the obligations regardless of the nature of the conditions at the site.
5. Transferee shall conduct mining operations on lands included in the NOI in accordance with the Utah Mined Land Reclamation Act, (ACT) Sections 40-8-1 et seq., Utah Code Annotated, (2005, as amended), and the rules promulgated under the ACT (R647- et seq., and the approved NOI.
6. The Transferee shall provide a surety in a form and amount approved by the Division to assure reclamation of the lands affected by the mining operations.

The **Transferor** will remain liable for compliance at the mine site until this transfer application is approved.

RECEIVED

DEC 23 2011

DIV. OF OIL, GAS & MINING

S/047/0105  
cc: Leslie  
Task: 4562

The signatory below represents that he/she has authority to execute this transfer on behalf of the Transferor, if not a natural person. Statements made in the application are true and correct to the best of my knowledge and belief.

TRANSFEROR:

Ashley Creek Properties LLC

Operator/Transferor Name

By Elizabeth A. Williams

Name of Authorized Officer (Typed or Printed)

Manager

Title of Authorized Officer

Elizabeth A. Williams 12/19/11

Officer's Signature

Date

STATE OF UTAH )

) ss:

COUNTY OF SALT LAKE )

On the 19th day of December, 2011, Elizabeth A. Williams personally appeared before me, who being by me duly sworn did say that he/she is a Manager (owner, officer, director, partner, agent or other (specify)) of the Operator Ashley Creek Properties LLC and duly acknowledged that said instrument was signed on behalf of said Operator by authority of its bylaws, a resolution of its board of directors, or as may otherwise be required to execute the same with full authority and to be bound hereby.

Kimberlie Ann Ignjatovic

Notary Public

Salt Lake

Residing at

April 10, 2015

My Commission Expires:



The signatory below represents that he/she has authority to execute this transfer on behalf of the Operator/Transferee, if not a natural person; and the operator/transferee is a properly organized entity in good standing under the laws of Utah and the United States, is registered as an entity authorized to do business in the State of Utah. Statements made in the application are true and correct to the best of my knowledge and belief.

TRANSFeree:

Utah Phosphate Company  
Operator/Transferor Name

By Mike Palmer  
Name of Authorized Officer (Typed or Printed)

Authorized Agent  
Title of Authorized Officer

  
Officer's Signature


DEC. 19/11  
Date

STATE OF UTAH

)  
) ss:  
)

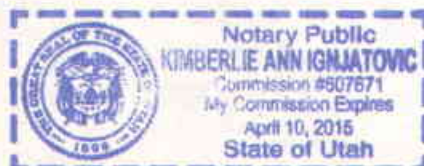
COUNTY OF SALT LAKE

On the 19th day of December, 2011, Mike Palmer personally appeared before me, who being by me duly sworn did say that he/she is an Authorized Agent (owner, officer, director, partner, agent or other (specify)) of the Operator Utah Phosphate Company and duly acknowledged that said instrument was signed on behalf of said Operator by authority of its bylaws, a resolution of its board of directors, or as may otherwise be required to execute the same with full authority and to be bound hereby.

  
Notary Public

Salt Lake  
Residing at

April 10, 2015  
My Commission Expires:



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Telephone: (801) 538-5291 Fax: (801) 359-3940

**NOTICE OF INTENTION TO COMMENCE SMALL MINING OPERATIONS**

The informational requirements of this form are based on provisions of the Mined Land Reclamation Act, Title 40-8, Utah Code Annotated 1987, and the General Rules as promulgated under the Utah Minerals Regulatory Program. (R647-3-et seq.)

*These pages will replace the corresponding pages in the original NOI.*

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**1. GENERAL INFORMATION**

1. Name of Mine: UPC Vernal Mine
2. Legal name of entity (or individual) for whom the permit is being requested: Utah Phosphate Company  
Mailing Address: 4582 South Ulster Street, Suite 1700  
City, State, Zip: Denver, CO 80237  
Phone: (403) 225-7505 Fax: (403) 225-7620  
E-mail Address: Steve.Horvat@agrium.com

**Type of Business:**

Corporation ☒ LLC ☐ Partnership – general ☐ or limited ☐  
Sole Proprietorship (dba) ☐ or Individual ☐

**Entity must be registered (and maintain registration) with the State of Utah, Division of Corporations (DOC).**

Are you currently registered to do business in the State of Utah? Yes ☒ No ☐

Entity # 8032849-0143

If no, contact DOC at to renew or apply.

Local Business License #: \_\_\_\_\_ (if required)

Issued by: City: \_\_\_\_\_ or County: \_\_\_\_\_

**If Business is a Sole Proprietor:**

Name of owner: \_\_\_\_\_ Title: \_\_\_\_\_

Business Address: \_\_\_\_\_

City, State, Zip: \_\_\_\_\_

Phone: \_\_\_\_\_ Fax: \_\_\_\_\_

E-mail Address: \_\_\_\_\_

**If Business is a Partnership:**

Name of Partner: \_\_\_\_\_ Title: \_\_\_\_\_

Business Address: \_\_\_\_\_

City, State, Zip: \_\_\_\_\_

Phone: \_\_\_\_\_ Fax: \_\_\_\_\_

E-mail Address: \_\_\_\_\_

**If Business is a Corporation:**

Name of Officers: Ron A. Wilkinson Title: President  
Gary Daniel Title: Secretary  
Tom Diment Title: Vice-President  
Jon Goode Title: Vice-President  
Corporate Address: 4582 South Ulster Street, Suite 1700  
City, State, Zip: Denver, CO 80237  
Phone: \_\_\_\_\_ Fax: \_\_\_\_\_  
E-mail Address: \_\_\_\_\_

**If Business is a Limited Liability Company: Member Managed \_\_\_\_\_ Manager Managed \_\_\_\_\_**

Name of 1<sup>st</sup> Member/Manager: \_\_\_\_\_ Title: \_\_\_\_\_  
Business Address: \_\_\_\_\_  
City, State, Zip: \_\_\_\_\_  
Phone: \_\_\_\_\_ Fax: \_\_\_\_\_  
E-mail Address: \_\_\_\_\_  
  
2<sup>nd</sup> Member/Manager: \_\_\_\_\_ Title: \_\_\_\_\_  
Business Address: \_\_\_\_\_  
City, State, Zip: \_\_\_\_\_  
Phone: \_\_\_\_\_ Fax: \_\_\_\_\_  
E-mail Address: \_\_\_\_\_

**2. Contacts:**

**This person may be notified for: permitting X surety X Notices X**  
**(please check all that apply)**

Name: Steve Horvat Title: \_\_\_\_\_  
Address: 4582 South Ulster Street, Suite 1700  
City, State, Zip: Denver, CO 80237  
Phone: (403) 225-7505 Fax: (403) 225-7620  
Emergency, Weekend, or Holiday Phone: (403) 589-2270  
E-mail Address: Steve.Horvat@agrium.com

**This person may be notified for: permitting \_\_\_\_\_ surety \_\_\_\_\_ Notices \_\_\_\_\_**  
**(please check all that apply)**

Name: \_\_\_\_\_ Title: \_\_\_\_\_  
Address: \_\_\_\_\_  
City, State, Zip: \_\_\_\_\_  
Phone: \_\_\_\_\_ Fax: \_\_\_\_\_  
Emergency, Weekend, or Holiday Phone: \_\_\_\_\_  
E-mail Address: \_\_\_\_\_

**Registered Utah Agent** (as identified with the Utah Dept of Commerce) (if individual leave blank)

Name: CT Corporation System Title: \_\_\_\_\_  
Address: 136 East South Temple, Suite 2100  
City, State, Zip: Salt Lake City, UT 84111  
Phone: (801) 531-7090 Fax: \_\_\_\_\_  
E-mail Address: \_\_\_\_\_



3. **Certification:**

**This certification must be signed by:** (1.) an executive officer if the applicant is a corporation; (2.) a partner if applicant is a partnership (general or limited); (3.) the owner if applicant is a sole proprietorship; (4.) the member or manager if applicant is a limited liability company; or (5) the individual if the applicant is filing as an individual.

I state under penalty of perjury under the laws of the state of Utah and the United States of America that:

- a. I will follow the approved mining and reclamation plan that was submitted by Ashley Creek Properties LLC (transferor), until such time that I provide the Division with an amended Notice of Intention and receive approval of the amended Notice; AND
- b. I commit to the reclamation of the aforementioned small mining project as required by the Utah Mined Land Reclamation Act (40-8) and the rules as specified by the Board of Oil, Gas and Mining.

Signature: Tom Diment Date: Dec 21, 2011

Name (typed or printed): Tom Diment

Title/Position (if applicable): VP, UTAH PHOSPHATE COMPANY